

PO6000127917

(Requestor's Name)

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PICK-UP WAIT MAIL

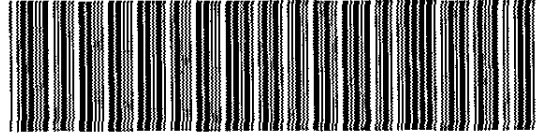
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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10/06/06--01001--010 **78.75

DEPT. OF REVENUE
DIVISION OF OPERATIONS
TALLahassee, FL 32310

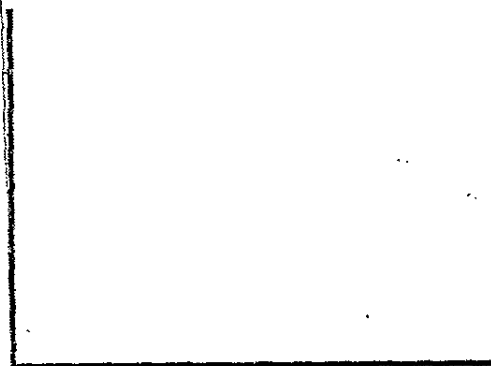
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CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

- 1. NIENORCA GROUP INC.
(Corporation Name) (Document #)
- 2. _____
(Corporation Name) (Document #)
- 3. _____
(Corporation Name) (Document #)
- 4. _____
(Corporation Name) (Document #)

- Walk in
- Pick up time 2.00
- Certified Copy
- Mail out
- Will wait
- Photocopy
- Certificate of Status

NEW FILINGS

- Profit
- Not for Profit
- Limited Liability
- Domestication
- Other

AMENDMENTS

- Amendment
- Resignation of R.A., Officer/Director
- Change of Registered Agent
- Dissolution/Withdrawal
- Merger

OTHER FILINGS

- Annual Report
- Fictitious Name

REGISTRATION/QUALIFICATION

- Foreign
- Limited Partnership
- Reinstatement
- Trademark
- Other

Examiner's Initials

ARTICLES OF INCORPORATION
OF

MENORCA GROUP INC.

The undersigned, acting as Incorporator of a corporation under the Florida Business Corporation Act, adopts the following Articles of Incorporation for such corporation.

ARTICLE ONE

The name of the corporation is:

MENORCA GROUP INC.

ARTICLE TWO

The principal office of the corporation shall be located at:

11 Island Ave., #1904
MIAMI BEACH, FLORIDA, 33139

Other offices for the transaction of business may be located wherever the Directors may deem necessary or expedient.

ARTICLE THREE

This corporation shall have perpetual existence and may engage in any activity or business permitted under the laws of the United States of America and of the State of Florida.

ARTICLE FOUR

The number of shares the corporation is authorized to issue is:

100 SHARES AT \$5.00 each one.

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RECORDED
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ARTICLE FIVE

The corporation shall have one director initially. However, the number of directors may be increased or decreased from time to time in such a manner as may be prescribed by the By-Laws.

The name and address of the initial directors are:

NAME	ADDRESS
FERNANDO MARTINEZ, President	11 Island Ave. #1904, Miami Beach, Fl. 33139
AURELIO MARTINEZ, VICE-President	11 Island Ave., #1904 Miami Beach, Fl. 33139

ARTICLE SIX

The name and address of the subscriber of these articles of Incorporation is:

NAME	ADDRESS
FERNANDO MARTINEZ, PRESIDENT	11 Island Ave., #1904 Miami Beach, Fl. 33139
AURELIO MARTINEZ, VICE-PRESIDENT	11 Island Ave., #1904 Miami Beach, Fl. 33139

ARTICLE SEVEN

The name and Florida street address of the initial registered agent is:

NAME	ADDRESS
FERNANDO MARTINEZ	11 Island Ave., #1904 Miami Beach, Fl. 33139

ARTICLE EIGHT

Upon election of a Board of Directors by the stockholders, such Board of Directors shall manage the business affairs of the corporation without the necessity of further authority from the stockholders, except as by law or in these Articles otherwise provided; any action of such Board of Directors may be rescinded, or any officer or director removed from office, only upon a vote of stockholders holding a majority of the stock of the corporation which may at such time be actually issued, unless otherwise provided by the By-Laws of the corporation. All holders of common stock of this corporation shall be entitled to vote the same in the manner provided by the law.

ARTICLE NINE

Each shareholder of this corporation shall have the first right to purchase shares (and securities convertible into shares) of any class, kind or series of stock in this corporation that may from time to time be issued (whether or not presently authorized), including shares from the treasury of this corporation, in the ratio that the number of shares he holds at the time of issue bears to the total number of shares by any shareholder who does not exercise it and pay for the shares preempted within thirty (30) days of receipt of a notice in writing from the corporation, stating the prices, terms and conditions of the issue of shares, and inviting him to exercise his preemptive rights. This right may also be waived by affirmative written waiver submitted by the shareholder to the corporation within thirty (30) days of receipt of notice from the corporation.


ARTICLE TEN

These Articles of Incorporation may be amended in the manner provided by Law. Every amendment shall be approved by the Board of Directors, proposed to the stockholders and approved at the stockholders' meeting by a majority of the stock entitled to vote hereon.

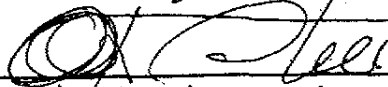
ARTICLE ELEVEN

The shareholders may at their sole discretion, repeal, alter or amend the By-Laws of this corporation, restricting the power vested in the Board of Directors to adopt, amend, or repeal the By-Laws within its regular course of business.

IN WITNESS WHEREOF, the undersigned incorporator set my hand and affixed my seal
on this 3rd day of October, 2006.



Fernando Martinez, President



Aurelio Martinez, Vice-President

Having been named as a resident agent for the above-stated corporation, I hereby agree to
act in this capacity, and I further agree to comply with the provisions of all statutes
relative to the proper and complete performance of my duties and I accept the duties and
obligations of Section 607.0505 Florida Statutes.



Fernando Martinez, President

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STATE OF FLORIDA
CORPORATION DIVISION